



PUBLIC NOTICE

Federal Communications Commission
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DA 02-2262

Released: September 13, 2002

**DOMESTIC SECTION 214 APPLICATION FILED FOR CONSENT TO ACQUISITION OF
ASSETS OF ATG AND SHARED COMMUNICATIONS SERVICES, INC. BY GE
BUSINESS PRODUCTIVITY SOLUTIONS, INC.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 02-279

On September 4, 2002, Advanced TelCom, Inc. ("ATG"), Shared Communications Services, Inc. ("SCS"), and GE Business Productivity Solutions, Inc. ("GEBPS", and together with ATG and SCS, "Applicants"), filed an application for authorization pursuant to section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, for GEBPS to acquire certain telecommunications assets, including customers, from ATG and SCS. This proposed transaction arose out of ATG's and SCS's Chapter 11 consolidated bankruptcy proceeding.¹

Applicants assert that this application is subject to streamlined processing under section 63.03(b)(2)(i) of the Commission's rules because the transferee, GEBPS, will have a market share in the interstate, interexchange market of less than 10 percent, GEBPS will be providing competitive telephone exchange services only in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and none of the Applicants is dominant with respect to any service.²

GEBPS, a Georgia corporation, is a wholly-owned subsidiary of General Electric Capital Corporation, which in turn is a wholly-owned subsidiary of General Electric Capital Services, Inc., which in turn is a wholly-owned subsidiary of General Electric Company.

¹ See Orders dated June 21, 2002 of the United States Bankruptcy Court for the Northern District of California in certain consolidated Chapter 11 reorganization proceedings (Case No. 02-11073) under Title 11, United States code, 11 U.S.C. §§ 101 et seq. in re: Debtors and Debtors-in-Possession (each individually, a "Debtor" and, collectively, the "Debtors") (A) Advanced TelCom Group, Inc., a Delaware corporation, (B) Advanced TelCom, Inc., a Delaware corporation, and (C) Shared Communications Services, Inc., an Oregon corporation.

² 47 C.F.R. § 63.03(b)(2)(i).

On May 2, 2002, ATG and SCS announced that they had filed for bankruptcy law protection under Chapter 11 of the United States Bankruptcy Code in the U.S. Bankruptcy Court for the Northern District of California, Santa Rosa Division ("Bankruptcy Court"). ATG and SCS chose to auction their assets, and on June 21, 2002, the Bankruptcy Court approved the sale to GEBPS of certain assets of ATG and SCS, pursuant to the Bankruptcy Code and subject to the terms and conditions of an Asset Purchase Agreement and certain other agreements ("Transaction").

The ATG assets which are the subject of the Transaction include plant, property interests, current accounts, customer accounts, and books and records located in California (not including the ATG customers and assets in Marin, Napa, and Contra Costa counties, which have been sold to another entity), Nevada, Oregon and Washington, where ATG is authorized to provide facilities-based and resold local exchange and interexchange telecommunications services, and currently provides such services to over 30,000 customers. The SCS assets include long distance resale customers located in the following states where SCS is authorized to provide long distance resale services: Arizona, Colorado, District of Columbia, Delaware, Florida, Idaho, Illinois, Indiana, Kentucky, Minnesota, Missouri, Montana, North Carolina, New Jersey, Ohio, Oklahoma, Pennsylvania, South Carolina, Texas, Utah, and Wisconsin. The SCS assets also include shared tenant services customers in Oregon and Washington, and Centrex station line resale customers in Oregon, Washington, and Nevada.

GEBPS currently is authorized and is providing resold long distance telecommunications services to business and residential customers in every state in the United States, except Alaska. These long distance services include voice and data services. In addition, GEBPS provides local services in Massachusetts and Connecticut.

ATG currently is authorized to provide facilities-based and resold local exchange and long distance telecommunications services throughout the United States, and is providing a full range of telephone service, voice mail and long distance service to business customers, home based businesses and telecommuters in California, Nevada, Oregon and Washington. ATG also provides Internet and data services, including high-speed DSL technology and other enhanced data services. SCS provides local exchange and long distance services in Nevada, Oregon and Washington, and long distance resale services in California and the 21 additional states listed above.

Applicants assert that, following completion of this transaction, GEBPS will provide substantially the same telecommunications services to former customers of ATG and SCS. GEBPS initially will continue to provide to the customers of ATG and SCS the same service arrangements, at the same rates, and pursuant to substantially the same terms and conditions, as those currently offered. Thus, the change in service provider will be virtually transparent to the current customers of ATG and SCS. The Applicants state they have provided written notification to the affected customers of ATG and SCS which detailed the proposed change in service provider in accordance with the Commission's rules.

The Applicants assert that grant of this application will serve the public interest, and eliminate the threat of disruption of service to current ATG and SCS customers who could lose service due to the bankrupt status of their current provider. Moreover, Applicants assert that the transfer of assets and customer base will increase competition in domestic telecommunications markets. Applicants emphasize that, following the transfer of assets, the former customers of ATG and SCS will continue to receive service from an experienced and qualified carrier which will be consistent with the quality of service currently provided.

GENERAL INFORMATION

The transfer of control application identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Interested parties may file **comments within 14 days** and **reply comments within 21 days** of this notice.³ Unless otherwise notified by the Commission, an applicant is permitted to transfer control of the domestic lines or authorization to operate on the 31st day after the date of this notice. Comments may be filed using the Commission's Electronic Comment Filing System (ECFS) or by filing paper copies. *See Electronic Filing of Documents in Rulemaking Proceedings*, 63 Fed. Reg. 24121 (1998).

Comments filed through the ECFS can be sent as an electronic file via the Internet to <<http://www.fcc.gov/e-file/ecfs.html>>. Generally, only one copy of an electronic submission must be filed. If multiple docket or rulemaking numbers appear in the caption of this proceeding, however, commenters must transmit one electronic copy of the comments to each docket or rulemaking number referenced in the caption. In completing the transmittal screen, commenters should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, "get form <your e-mail address>." A sample form and directions will be sent in reply.

Parties who choose to file by paper must file an original and four copies of each filing. If more than one docket or rulemaking number appear in the caption of this proceeding, commenters must submit two additional copies for each additional docket or rulemaking number. Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). The Commission's contractor, Vistrionix, Inc., will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this

³ See 47 C.F.R. § 63.03(a).

location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class mail, Express Mail, and Priority Mail should be addressed to 445 12th Street, SW, Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

In addition, one copy of each pleading must be sent to each of the following:

- (1) the Commission's duplicating contractor, Qualex International, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; e-mail: qualexint@aol.com; facsimile: (202) 863-2898; phone: (202) 863-2893.
- (2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C437, Washington, D.C. 20554; e-mail: twilson@fcc.gov, and
- (3) William Dever, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room , 5-C266, Washington, D.C. 20554; e-mail: wdever@fcc.gov; and
- (4) Imani Ellis-Cheek, Telecommunications Division, International Bureau, 445 12th Street, S.W., Room 6-A739, Washington, D.C. 20554; email: iellis@fcc.gov; and
- (5) Nandan Joshi, Office of General Counsel, 445 12th Street, S.W., Room 8-A820, Washington, D.C. 20554; e-mail: njoshi@fcc.gov.

Filings and comments are also available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, SW, Room CY-A257, Washington, DC, 20554. They may also be purchased from the Commission's duplicating contractor, Qualex International, Portals II, 445 12th Street, SW, Room CY-B402, Washington, DC, 20554, telephone 202-863-2893, facsimile 202-863-2898, or via e-mail qualexint@aol.com.

For further information, please contact Tracey Wilson, at (202) 418-1394 or William Dever, Competition Policy, Wireline Competition Bureau at (202) 418-1578.

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